



Elaine F. Marshall
Secretary

North Carolina

**DEPARTMENT OF THE
SECRETARY OF STATE**

PO Box 29622 Raleigh, NC 27626-0622 (919)807-2000

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Corporate Names

Legal: Fab Industries Corp.

Business Corporation Information

SosId: 1097050
Status: Current-Active
Annual Report Status: Current
Citizenship: Foreign
Date Formed: 5/12/2009
Fiscal Month: December
State of Incorporation: NY
Registered Agent: Sturges, William

Corporate Addresses

Reg Office: 128 South Tryon Street
Charlotte, NC 28201
Reg Mailing: 128 South Tryon Street
Charlotte, NC 28201
Mailing: 98 Cuttermill Road, Suite 421N
Great Neck, NY 11021
Principal Office: 98 Cuttermill Road, Suite 421N
Great Neck, NY 11021

Officers

VP: Jerry Deese
1419 E Gston Street
Lincolnton NC 28092
Sec/trea: Beth Myers
98 Cuttermill Road, Suite 421n
Great Neck NY 11021
Pres: Steven Myers
98 Cuttermill Road, Suite 421n
Great Neck NY 11021

Stock

CD-479 (40)
10-22-13

Business Corporation Annual Report

SOSID: 1097050
Date Filed: 8/18/2015 3:39:00 PM
Elaine F. Marshall
North Carolina Secretary of State
CA2015 230 01511

Name of Business Corporation: FAB INDUSTRIES CORP

Secretary of State ID: 1097050

State of Formation:

Fiscal Year Ending: 10 31 14

☒ I hereby certify that an annual report completed in its entirety has been submitted and the information requested below (required by NCGS 55-16-22) has not changed and is therefore complete.

Section A: Registered Agent's Information

1. Name of Registered Agent:

2. Signature of the New Registered Agent:

(Signature constitutes consent to the appointment)

3. Registered Office Street Address & County

4. Registered Office Mailing Address

Section B: Principal Office Information

1. Description of Nature of Business:

2. Principal Office Phone Number:

3. Principal Office Email:

4. Principal Office Street Address & County

5. Principal Office Mailing Address

Section C: Officers (Enter additional Officers in Section E.)

Name:

Name:

Name:

Title:

Title:

Title:

Address:

Address:

Address:

Section D: Certification of Annual Report Section D must be completed in its entirety and signed by a person listed under Section C, or a person signing for an entity listed under Section C.


Signature (Form must be signed by an officer of corporation)

6/26/15
Date

STEVEN MYERS
Print or Type Name of Officer

President
Title

3D3935 2.000

82805L 702V 06/24/2015

Privacy Redaction

State of North Carolina
Department of the Secretary of State

SOSID: 1097050
Date Filed: 5/12/2009 1:00:00 PM
Elaine F. Marshall
North Carolina Secretary of State
C200911000027

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to §55-15-03 of the General Statutes of North Carolina, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of North Carolina, and for that purpose submits the following:

1. The name of the corporation is Fab Industries Corp.; and if the corporate name is unavailable for use in the State of North Carolina, the name the corporation wishes to use is: Fab Industries

FICTITIOUS NAME NOT
FILED IN THIS OFFICE

2. The state or country under whose laws the corporation was organized is: New York
3. The date of incorporation was 07/05/1961; its period of duration is: Perpetual
4. Principal office information: (Select either a or b.)

- a. ☒ The corporation has a principal office.

The street address and county of the principal office of the corporation is:

Number and Street 98 Cuttermill Road Suite 412N

City, State, Zip Code Great Neck, NY 11021 County Nassau

The mailing address, *if different from the street address*, of the principal office of the corporation is:

- b. ☐ The corporation does not have a principal office.

5. The street address and county of the registered office in the State of North Carolina is:

Number and Street 128 South Tryon St.

City, State, Zip Code CHARLOTTE, NC 28201 County Mecklenburg

6. The mailing address, *if different from the street address*, of the registered office in the State of North Carolina is:

7. The name of the registered agent in the State of North Carolina is: William Sturges

8. The names, titles, and usual business addresses of the current officers of the corporation are (attach if necessary):

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Steven Myers	President	98 Cuttermill Rd. Suite 412N Great Neck NY 11021
Beth Myers	Treasurer	98 Cuttermill Rd. Suite 412N Great Neck NY 11021
Sam Hiatt	Vice President	98 Cuttermill Rd. Suite 412N Great Neck NY 11021
Jerry Deese	Vice President	1419 E. Gaston St. Lincolnton, NC 28092

9. Attached is a Certificate of Existence (or document of similar import) duly authenticated by the Secretary of State or other official having custody of corporate records in the state or country of incorporation. *The Certificate of Existence must be an original and less than six months old.*

APPLICATION FOR CERTIFICATE OF AUTHORITY
Page 2

10. If the corporation is required to use a fictitious name in order to transact business in this State, a copy of the resolution of its board of directors, certified by its secretary, adopting the fictitious name is attached.

11. This application will be effective upon filing, unless a delayed date and/or time is specified:

This is the 5 day of May, 2009

Fab Industries Corp.

Name of Corporation

Signature

Steven Myers President

Type or Print Name and Title

NOTES:

1. Filing fee is \$250. This document must be filed with the Secretary of State.

CORPORATIONS DIVISION
(Revised January, 2002)

P. O. BOX 29622

RALEIGH, NC 27626-0622
(Form B-09)

State of New York
Department of State } ss:

I hereby certify, that the Certificate of Incorporation of FAB INDUSTRIES CORP. was filed on 07/05/1961, under the name of ADIRONDACK KNITTING MILLS, INC., fixing the duration as perpetual, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

A Certificate of Amendment ADIRONDACK KNITTING MILLS, INC., changing its name to FAB INDUSTRIES, INC., was filed 10/26/2005.

A Certificate of Amendment FAB INDUSTRIES, INC., changing its name to FAB INDUSTRIES CORP., was filed 11/01/2005.

The Biennial Statement is past due.

*WITNESS my hand and the official seal
of the Department of State at the City of
Albany, this 03rd day of April two
thousand and nine.*



Special Deputy Secretary of State

. . .

Memorandum of Authorization
For
Corrections on Documents

Time: 12:11pm

Date: 5/12/2009

Contact telephone number: (704) 735-2573

1. The name of the entity to which the document relates Fab Industries Corp.
 2. The type of document and document Id# COA - C200911000027
 3. The name of the person authorizing the correction Mary Ann McAuliffe
 4. The name of the person or entity represented by the person authorizing the correction _____
 5. The instructions received by the examiner making the correction is to add the county of the registered office street address in section 5 and add the registered agent in section 7.
 6. The manner of the authorization (phone, fax, e-mail) If an e-mail or fax attach to this form. Also, what was corrected on the document? via phone
 7. Name of the examiner making the correction Lolita
-



Elaine F. Marshall
Secretary

North Carolina

**DEPARTMENT OF THE
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Corporate Names**Legal:** Mohican Mills, Inc.**Business Corporation Information**

SosId: 0569575
Status: Current-Active
Annual Report Status: Current
Citizenship: Foreign
Date Formed: 11/8/2000
Fiscal Month: October
State of Incorporation: NY
Registered Agent: Sturges, William H.

Corporate Addresses

Reg Office: 128 South Tryon Street Suite 1800
Charlotte, NC 28202
Reg Mailing: 128 South Tryon Street Suite 1800
Charlotte, NC 28202
Principal Office: 1419 East Gaston Stree Ext
Lincolnton, NC 28092
Mailing: PO Box 190
Lincolnton, NC 28092

Officers

Vice President: Jerry Deese
1419 East Gaston Stree Ext
Lincolnton NC 28092
Sec/Treasurer: Beth Myers
98 Cuttermill Rd Ste 412N
Great Neck NY 11021
President: Steven Myers
98 Cuttermill Rd Ste 412N
Great Neck NY 11021

Stock

CD-479 (40) Business Corporation North Carolina Annual

11-22-10

This report may be filed online at the Secretary of State website: www.sosnc.com

SOSID: 0569575
Date Filed: 2/27/2014 12:35:00 PM
Elaine F. Marshall
North Carolina Secretary of State

CA2014 058 00073

Name of Business Corporation: MOHICAN MILLS, INC.

Fiscal Year Ending:

State of Incorporation: NEW YORK

Secretary of State ID Number: 0332592

☒ I hereby certify that an annual report completed in its entirety has been submitted and the information requested below (required by NCGS 55-16-22) has not changed and is therefore complete.

Nature of Business:

Registered Agent:

Registered Office Mailing Address:

County: City: State: Zip Code:

Registered Office Street Address:

County: City: State: Zip Code:

Signature of New Registered Agent:

(Signature constitutes consent to the appointment)

Principal Office Telephone Number:

Principal Office Mailing Address:

City: State: Zip Code:

Principal Office Street Address:

City: State: Zip Code:

Name, Title, and Business Address of Principal Officers:

Name:	Title:	
Address:		
City:	State:	Zip:


Name:	Title:	
Address:		
City:	State:	Zip:

Name:	Title:	
Address:		
City:	State:	Zip:

Certification of annual report (Must be completed by all Business Corporations).



Signature (Form must be signed by an officer of corporation)



Date

0D3835 2.000

Type or Print Name

Title

82035L 702V 06/27/2012

13-1834439

38

203019128

SOSID: 0569575
Date Filed: 11/8/2000 2:49 PM
Elaine F. Marshall
North Carolina Secretary of State

State of North Carolina
Department of the Secretary of State

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to §55-15-03 of the General Statutes of North Carolina, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of North Carolina, and for that purpose submits the following:

1. The name of the corporation is **MOHICAN MILLS, INC.**
2. The state or country under whose laws the corporation was organized is: **NEW YORK**
3. The date of incorporation was **MAY 7, 1946**; its period of duration is: **PERPETUAL**
4. The street address of the principal office of the corporation is:
Number and Street: **200 MADISON AVENUE**
City, State, Zip Code: **NEW YORK, NEW YORK 10016**
5. The mailing address *if different from the street address* of the principal office of the corporation is: **N/A**
6. The street address and county of the registered office in the State of North Carolina is:
Number and Street: **128 SOUTH TRYON STREET, SUITE 1800**
City, State, Zip Code: **CHARLOTTE, NORTH CAROLINA 28202** County: **MECKLENBURG**
7. The mailing address *if different from the street address* of the registered office in the State of North Carolina is: **N/A**
8. The name of the registered agent in the State of North Carolina is: **WILLIAM H. STURGES**
9. The names, titles, and usual business addresses of the current officers of the corporation are:

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Samson Bitensky	President/Chairman	200 Madison Avenue New York, New York 10016
David A. Miller	Vice President/Treasurer	200 Madison Avenue New York, New York 10016
Sherman Lawrence	Secretary	200 Madison Avenue New York, New York 10016


APPLICATION FOR CERTIFICATE OF AUTHORITY

Page 2

10. Attached is a Certificate of Existence (or document of similar import) duly authenticated by the Secretary of State or other official having custody of corporate records in the state or country of incorporation. **The Certificate of Existence must be an original and less than six months old.**
11. If the corporation is required to use a fictitious name in order to transact business in this State, a copy of the resolution of its board of directors, certified by its secretary, adopting the fictitious name is attached.
12. This application will be effective upon filing, unless a delayed date and/or time is specified:

This is the 29th day of September, 2000.

MOHICAN MILLS, INC.

By: 
David A. Miller, Name
Vice Pres. & Treasurer, Title

**State of New York } ss:
Department of State**

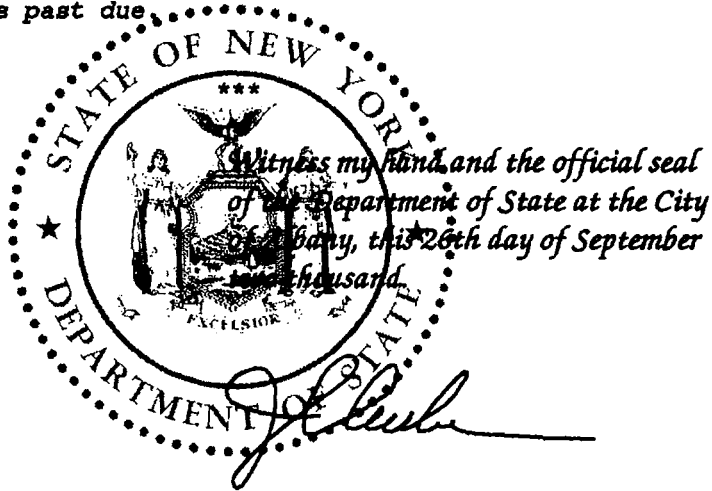
I hereby certify, that the Certificate of Incorporation of MOHICAN MILLS, INC. was filed on 05/07/1946, under the name of TRAFORD FABRICS, INC., fixing the duration as perpetual, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment TRAFORD FABRICS, INC., changing its name to TRAVIS FABRICS, INC., was filed 09/05/1951.

A Certificate of Amendment TRAVIS FABRICS, INC., changing its name to TRAVIS MILLS, INC., was filed 05/13/1975.

A Certificate of Amendment TRAVIS MILLS, INC., changing its name to MOHICAN MILLS, INC., was filed 06/20/1986.

The Biennial Statement is past due.



Special Deputy Secretary of State

200009270175 38



Elaine F. Marshall
Secretary

North Carolina

**DEPARTMENT OF THE
SECRETARY OF STATE**

PO Box 29622 Raleigh, NC 27626-0622 (919)807-2000

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Corporate Names

Prev Legal: Harbor Knits, Inc.

Prev Legal: Knitronic, Inc.

Legal: Travis Knits, Inc.

Business Corporation Information

SosId: 0149764

Status: Merged

Annual Report Status: Not Applicable

Citizenship: Domestic

Date Formed: 12/2/1971

Fiscal Month: November

State of Incorporation: NC

Registered Agent: Sturges, William H

Corporate Addresses

Reg Office: 128 South Tryon St. Suite 1800
Charlotte, NC 28202

Reg Mailing: 128 South Tryon St. Suite 1800
Charlotte, NC 28202

Principal Office: 200 Madison Ave
New York, NY 10016

Officers

Stock

Class: COMMON

Shares: 100000

Par Value: 1

CD-479 (40)
9-19-03

**Business Corporation
North Carolina Annual Report**

Use this form
Contact the
Annual Report
Liability Partner

SOSID: 0149764
Date Filed: 1/23/2006 10:34:00 AM
Elaine F. Marshall
North Carolina Secretary of State
2006 023 02218

Name of Corporation: TRAVIS KNITS, INC.
C/O FAB INDUSTRIES, INC.

State of Incorporation: NORTH CAROLINA

Fiscal Year Ending: 05 28 05
Month / Day / Year

Secretary of State Corp. ID Number: 149764

Federal Employer ID Number: [REDACTED]

If this is the initial annual report filing, you must complete the entire form. If your business corporation's information has not changed since the previous report, check the box and complete Line 7 only. → ☒

1. Registered agent & registered office street address: (Must be a North Carolina Address)

Name:

Street Address:

City, State, Zip Code:

County:

2. Mailing address if different from street address:

Mailing Address:

City, State, Zip Code:

3. If registered agent changed, signature of new agent: _____

(signature constitutes consent to the appointment)

4. Enter principal office address and telephone number here:

Street Address:

City, State, Zip Code:

Telephone:

5. Briefly describe the nature of business:

6. Enter name, title, and business address of principal officers here:

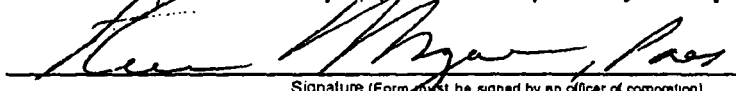
Complete Form CD-479A to list additional principal officers

Name:	Title:		
Address:			
City:	State:	Zip:	

Name:	Title:		
Address:			
City:	State:	Zip:	

Name:	Title:		
Address:			
City:	State:	Zip:	

7. Certification of annual report (Must be completed by all corporations).


Signature (Form must be signed by an officer of corporation)

2/9/06
Date

STEVEN MYER
Type or Print Name

Pres.
Title

4D3935 2 000

12533H 702V 02/06/2006

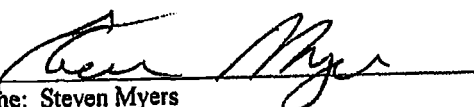
**ARTICLES OF MERGER
OF
TRAVIS KNITS, INC.
INTO
MOHICAN MILLS, INC.**

Pursuant to North Carolina General Statute Section 55-11-05(a), the undersigned entity does hereby submit the following Articles of Merger as the surviving business entity in a merger between two or more business entities.

1. The name of the surviving corporation is Mohican Mills, Inc., a corporation organized under the laws of the State of New York.
2. The mailing address of the surviving foreign business entity is: 200 Madison Avenue, New York, New York 10016. The surviving foreign business entity will file a statement of any subsequent change in its mailing address with the North Carolina Secretary of State.
3. The name of the merged entity is Travis Knits, Inc., a corporation organized under the laws of North Carolina.
4. A Plan of Merger has been duly approved in the manner required by law by each of the business entities participating in the merger.
5. Shareholder approval of this merger was not required.
6. These articles will be effective upon filing.

Executed on November 3, 2003.

MOHICAN MILLS, INC.

By: 
Name: Steven Myers
Title: President

STATE OF NORTH CAROLINA
ANNUAL REPORT
INCLUDE \$10.00 FILING FEE
PAYABLE TO N.C. SECRETARY
OF STATE.



RUFUS L. EDMISTEN
SECRETARY OF STATE
ANNUAL REPORTS
P.O. BOX 29525
RALEIGH, NC 27626-0525
(919) 733-4201

95 311 0037

95 NOV -7 PM 9:00

REPORT DUE DATE-04-06-1993

CORP ID-0-1-4-2-7-6-6

FILING NO-A 0 0 0

FILED RUFUS L. EDMISTEN
SECRETARY OF STATE
NORTH CAROLINA
DATE OF INC-12-02-1971

STATE OF INC-NC

1. REGISTERED AGENT & REGISTERED OFFICE MAILING ADDRESS ENTER AGENT NAME & MAILING ADDRESS CHANGE HERE -
 TRAVIS KNITS, INC.
 AGENT RESIGNED
 OFFICE DISCONTINUED
 RALEIGH, NC 00000
 William H. Stuyves
 227 W. Trade St., Suite 2150
 Charlotte NC 28202

2. STREET ADDRESS OF REGISTERED OFFICE ENTER STREET ADDRESS CHANGE HERE-

OFFICE DISCONTINUED
 RALEIGH, NC 00000
 NONE

227 W. Trade St., Suite 2150
 Charlotte NC 28202

3. IF REGISTERED AGENT CHANGED, SIGNATURE OF NEW AGENT

SIGNATURE CONSTITUTES CONSENT TO APPOINTMENT

4. ENTER PRINCIPAL OFFICE ADDRESS HERE -

ADDR- 200 MADISON AVE.
 CITY- New York ST-NY ZIP- 10016

5. ENTER FEDERAL EMPLOYER ID NUMBER HERE-

NUMB-

6. ENTER NAME, TITLE AND BUSINESS ADDRESS OF PRINCIPAL OFFICERS HERE-

NAME- SAMSON BITENSKY
 TITLE- PRESIDENT

ADDR- 200 MADISON AVE.
 CITY- NEW YORK ST-NY ZIP- 10016

NAME- HOWARD SOREN
 TITLE- VICE PRES. & TREASURER

ADDR- 200 MADISON AVE
 CITY- NEW YORK ST-NY ZIP- 10016

NAME- SHERMAN LAWRENCE
 TITLE- SECRETARY

ADDR- 200 MADISON AVE.
 CITY- NEW YORK ST-NY ZIP- 10016

NAME-
 TITLE-

ADDR-
 CITY- ST- ZIP-

7. ENTER NAME AND BUSINESS ADDRESS OF DIRECTORS HERE - ATTACH 2ND PAGE IF NECESSARY

NAME- SAMSON BITENSKY

ADDR- 200 MADISON AVE.
 CITY- NEW YORK ST-NY ZIP- 10016

NAME- HOWARD SOREN

ADDR- 200 MADISON AVE.
 CITY- NEW YORK ST-NY ZIP- 10016

NAME- SHERMAN LAWRENCE

ADDR- 200 MADISON AVE.
 CITY- NEW YORK ST-NY ZIP 10016

8. BRIEFLY DESCRIBE THE NATURE OF THE BUSINESS
 TEXTILE MANUFACTURER

9. IF NONPROFIT,
 ARE THERE MEMBERS?
 YES
 NO

NAME-

(FORM MUST BE SIGNED BY OFFICER OF CORPORATION)

NAME-

HOWARD SOREN TITLE- VICE PRES & TREAS.

TYPE OR PRINT NAME AND TITLE

This form should be returned by the DUE DATE shown above with a check for \$10.00 to: SECRETARY OF STATE, ANNUAL REPORT SECTION, POST OFFICE 29525, RALEIGH NC 27626-0525.

JUL 21 2 05 PM '78

RECORDED
INDEXED
NORTH CAROLINA

ARTICLES OF AMENDMENT
TO THE CHARTER OF
KNITRONIC, INC.

The undersigned corporation, for the purpose of amending its Articles of Incorporation and pursuant to the provisions of Section 55-103 of the General Statutes of North Carolina, hereby executes the following Articles of Amendment:

1. The name of the corporation is Knitronic, Inc.

2. At a regularly convened meeting of the shareholders of the corporation held on the 14th day of July, A.D. 1978, the following amendment to the charter of the corporation was adopted by vote of the shareholders:

Article I of the Articles of Incorporation is hereby deleted and in its place there is substituted the following Article I:

"1. The name of the corporation is Travis Knits, Inc."

3. The number of shares of the corporation outstanding at the time of the adoption of said amendment or amendments was one (1); and the designation of each class entitled to vote as a class on the adoption of said amendment or amendments, and the number of shares of each such class was as follows:

<u>CLASS</u>	<u>NUMBER OF SHARES</u>
Common	One

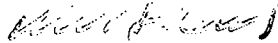
4. The number of shares voted for the amendment or amendments was one; and the number of shares voted against the amendment or amendments was none. Voting within each


class entitled to vote as a class was as follows:

<u>CLASS</u>	<u>NUMBER OF SHARES VOTED</u>	
	<u>FOR</u>	<u>AGAINST</u>
Common	One	Nil

5. The amendment herein effected does not give rise to dissenter's rights to payment because the only change effected was the change of name of the corporation.


IN TESTIMONY WHEREOF, THIS statement is signed by the President and Secretary this the 14th day of July, A.D.1978.



Milton M. Adams, President


S. David Harrison, Secretary

STATE OF NEW YORK
COUNTY OF NEW YORK

Milton M. Adams, being the president, and S. David Harrison, being the secretary of the above-named corporation, each being sworn, deposes and says that the facts stated in the foregoing "Articles of Amendment" are true and correct.


Milton M. Adams


S. David Harrison

Sworn to and subscribed before me this 14th day of July, A.D.1978.



ANNA LEE FARR
NOTARY PUBLIC, State of New York
No. 52-4660106
Qualified in Suffolk County
Commission Expires March 30, 1979

220159

FILED

DEC 30 3 18 PM '76

THAD EURE
SECRETARY OF STATE
NORTH CAROLINA

ARTICLES OF MERGER

OF

HARBOR KNITS, INC.

AND

KNITRONIC KNITTING MILLS, INC.

1. The Plan of Merger is as follows:

PLAN OF MERGER

1. The name of the corporation proposing to merge is Knitronic Knitting Mills, Inc. (hereinafter referred to as "Knitronic") and the name of the corporation into which it proposes to merge is Harbor Knits, Inc. (hereinafter referred to as "Harbor").

2. The name of the surviving corporation is to be "Knitronic, Inc." and it shall continue to exist under and be governed by the laws of the State of North Carolina.

3. The terms and conditions of this Merger are:

- (a) All of the assets of Knitronic shall, by transfer or operation of law, become the property of Harbor.
- (b) Harbor shall assume all liabilities and obligations of every character and kind of Knitronic.
- (c) The corporate identity, existence, purposes, powers, franchises, rights and immunities of Harbor shall continue unaffected and unimpaired by the merger and the corporate identity, existence, purposes, powers, franchises, rights and immunities of Knitronic shall be merged into Harbor and Harbor shall be fully vested therewith. The separate existence of Knitronic, except insofar as it may be continued by statute, shall cease as soon as this Plan shall become effective and thereupon Harbor and Knitronic shall become a single corporation.
- (d) This Plan of Merger shall be submitted to a vote at meetings of the shareholders of Harbor and Knitronic after due notice as by law required and subject to approval as by statute required.
- (e) The Board of Directors of either Harbor or Knitronic before or after favorable action thereby by the Stockholders of either of such corporations are empowered to rescind, terminate and abandon this Plan of Merger at any time prior to the filing of Articles of Merger with the Secretary of State of North Carolina.
- (f) (i) Harbor represents and warrants that with respect to itself:
 - (a) It is a corporation duly organized, validly existing, and in good standing under the laws of the State of North Carolina.
 - (b) Its entire authorized capital stock is 100,000 shares of common stock of the par value of \$1.00 each, of which 200 shares are outstanding.

(ii) Knitronic represents and warrants that with respect to itself:

(a) It is a corporation duly organized, validly existing, and in good standing under the laws of the State of North Carolina.

(b) Its entire authorized capital stock is 100,000 shares of common stock of the par value of \$1.00 each, of which 65,000 shares are outstanding, all of such issued shares having been validly issued, fully paid and non-assessable.

(g) Harbor and Knitronic severally represents and warrants that with respect to itself:

(i) It has good and marketable title to all its properties and assets, real and personal.

(ii) There is no litigation or proceeding pending, nor to the knowledge of the respective corporations, threatened, relating to or against said corporation, its property or business, nor does said corporation know or have any reasonable grounds to know of any basis of any such action.

4. Knitronic being a wholly owned subsidiary of Harbor, no additional stock shall be issued by Harbor as a result of the merger. The certificate or certificates representing the outstanding shares of Knitronic shall be surrendered to Harbor.

5. The charter of Harbor shall be amended by the merger as follows:

Article I of the Articles of Incorporation is hereby deleted and in its place there is substituted the following Article I:

"1. The name of the corporation is Knitronic, Inc."

6. The shareholders respectively of Harbor and Knitronic, each by their vote of approval of this Plan of Merger do hereby agree that no liability shall attach to any of said shareholders personally by reason of any liabilities not reserved against on the aforementioned balance sheets and any such liabilities shall be the sole obligation of Harbor.

2. As to each corporation, the number of shares of common stock outstanding (there being only one class of shares outstanding in each corporation) and the number of shares of common stock of each corporation voting for and against the Plan of Merger are as follows:

<u>Name of Corporation</u>	<u>Shares Outstanding</u>	<u>Number of Shares</u>	
		<u>For</u>	<u>Against</u>
Harbor Knits, Inc.	200	200	0
Knitronic Knitting Mills, Inc.	65,000	65,000	0

IN WITNESS WHEREOF, each of the undersigned corporations has caused these Articles of Merger to be executed by their respective President and Secretaries and their corporate seals affixed.

ATTEST:

Robert E. Collins
Robert E. Collins, Secretary
(CORPORATE SEAL)

HARBOR KNITS, INC.

BY:

Howard J. Barrowclough
Howard J. Barrowclough, President

ATTEST:

Robert E. Collins
Robert E. Collins, Secretary
(CORPORATE SEAL)

KNITRONIC KNITTING MILLS, INC.

BY:

Howard J. Barrowclough
Howard J. Barrowclough, President

STATE OF NORTH CAROLINA

COUNTY OF MECKLENBURG

Before me, Creola Hansen, a Notary Public in and for said County and State, on the 27 day of December, 1976, personally appeared Howard J. Barrowclough, President, and Robert E. Collins, Secretary of Harbor Knits, Inc., who, being duly sworn, depose and say that the foregoing Articles of Merger were signed by Howard J. Barrowclough, as President, and Robert E. Collins, as Secretary of the foregoing corporation; that said Robert E. Collins, as Secretary, affixed the seal of the corporation thereunto and attested the same; that the statements in said Articles of Merger are true; and that they were duly authorized to sign said Articles of Merger in such representative capacities by the Board of Directors of the corporation.

Creola Hansen

Notary Public

(NOTARIAL SEAL)

My commission expires: 1-22-81

STATE OF NORTH CAROLINA

COUNTY OF MECKLENBURG

Before me, Creola Hansen, a Notary Public in and for said County and State, on the 27 day of December, 1976, personally appeared Howard J. Barrowclough, President and Robert E. Collins, Secretary of Knitronic Knitting Mills, Inc., who, being duly sworn, depose and say that the foregoing Articles of Merger were signed by Howard J. Barrowclough, as President, and Robert E. Collins, as Secretary of the foregoing corporation; that said Robert E. Collins, as Secretary, affixed the seal of the corporation thereunto and attested the same; that the statements in said Articles of Merger are true; and that they were duly authorized to sign said Articles of Merger in such representative capacities by the Board of Directors of the corporation.

Creola Hansen

Notary Public

(NOTARIAL SEAL)

My commission expires: 1-22-81

**ARTICLES OF MERGER
OF
TRAVIS KNITS, INC.
INTO
MOHICAN MILLS, INC.**

Pursuant to North Carolina General Statute Section 55-11-05(a), the undersigned entity does hereby submit the following Articles of Merger as the surviving business entity in a merger between two or more business entities.

1. The name of the surviving corporation is Mohican Mills, Inc., a corporation organized under the laws of the State of New York.
2. The mailing address of the surviving foreign business entity is: 200 Madison Avenue, New York, New York 10016. The surviving foreign business entity will file a statement of any subsequent change in its mailing address with the North Carolina Secretary of State.
3. The name of the merged entity is Travis Knits, Inc., a corporation organized under the laws of North Carolina.
4. A Plan of Merger has been duly approved in the manner required by law by each of the business entities participating in the merger.
5. Shareholder approval of this merger was not required.
6. These articles will be effective upon filing.

Executed on November 3, 2003.

MOHICAN MILLS, INC.

By: 

Name: Steven Myers

Title: President

164807

FILED

DEC 29 50 AM '71

THAD EURE
SECRETARY OF STATE
NORTH CAROLINA

ARTICLES OF INCORPORATION

OF

HARBOR KNITS, INC.

We, the undersigned natural persons of the age of twenty-one years or more do hereby associate ourselves into a business corporation under the laws of the State of North Carolina, as contained in Chapter 55 of the General Statutes of North Carolina, entitled "Business Corporation Act" and the several amendments thereto, and to that end do hereby set forth:

1. The name of the corporation is HARBOR KNITS, INC.
2. The period of duration of the corporation shall be perpetual.
3. The purposes for which the corporation is organized are:

To manufacture, fabricate, convert, sale, and distribute textiles, knitted and woven goods, cloth and other materials to be used for apparel and other similar purposes.

To engage generally in the real estate business as principal, agent, broker, and in any lawful capacity, and generally to take, lease, purchase, or otherwise acquire, and to own, use, hold, sell, convey, exchange, lease, mortgage, work, clear, improve, develop, divide, and otherwise handle, manage, operate, deal in and dispose of real estate, real property, lands, multiple-dwelling structures, houses, buildings and other works and any interest or right therein; to take, lease, purchase or otherwise acquire, and to own, use, hold, sell, convey, exchange, hire, lease, pledge, mortgage, and otherwise handle, and deal in and dispose of, as principal, agent, broker and in any lawful capacity, such personal property, chattels, chattels real, rights, easements, privileges, choses in action, notes, bonds, mortgages, and securities as may lawfully be acquired, held, or disposed of; and to acquire, purchase, sell, assign, transfer, dispose of, and generally deal in and with, as principal, agent, broker, and in any lawful capacity, mortgages and other interests in real, personal and mixed properties; to carry on a general construction, contracting, building and realty management business as principal, agent, representative, contractor, subcontractor, and in any other lawful capacity.

To draw, make, accept, endorse, discount, execute, and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or transferable instruments and evidences of indebtedness whether secured by mortgage or otherwise, as well as to secure the same by mortgage or otherwise, so far as may be permitted by the laws of the State of North Carolina.

To manufacture, process, purchase, sell and generally to trade and deal in and with goods, wares and merchandise of every kind, nature and description and to engage and participate in any merchantile, industrial or trading business of any kind or character whatsoever.

To apply for, register, obtain, purchase, lease, take licenses in respect of or otherwise acquire, and to hold, own, use, operate, develop, enjoy, turn to account, grant licenses and immunities in respect of, manufacture under and to introduce, sell, assign, mortgage, pledge or otherwise dispose of and, in any manner deal with and contract with reference to:

- (a) Inventions, devices, formulae, processes and any improvements and modifications thereof;
- (b) Letters, patent, patent rights, patented processes, copyrights, designs and similar rights, trademarks, trade symbols and other indications of origin and ownership granted by or recognized under the laws of the United States of America or of any state or subdivision thereof, or of any foreign country or subdivision thereof, and all rights connected therewith or appertaining thereunto;
- (c) Franchises, licenses, grants and concessions.

To purchase or otherwise acquire, and to hold, mortgage, pledge, sell, exchange or otherwise dispose of, securities (which term, for the purposes of this Article THIRD, includes, without limitation of the generality thereof, any shares of stock, bonds, debentures, notes, mortgages or other obligations, and any certificates, receipts or other instruments

representing rights to receive, purchase or subscribe for the same, or representing any other rights or interests therein or in any property or assets) created or issued by any persons, firms, associations, corporations, or governments or subdivisions thereof; to make payment therefor in any lawful manner; and to exercise, as owner or holder of any securities, any and all rights, powers and privileges in respect thereof.

To make, enter into, perform and carry out contracts of every kind and description with any person, firm, association, corporation or government or subdivision thereof.

To acquire by purchase, exchange or otherwise, all, or any part of, or any interest in, the properties, assets, business and good will of any one or more persons, firms, associations, or corporations heretofore or hereafter engaged in any business for which a corporation may now or hereafter be organized under the laws of the State of North Carolina; to pay for the same in cash, property or its own or other securities; to hold, operate, reorganize, liquidate, sell or in any manner dispose of the whole or any part thereof; and in connection therewith, to assume or guarantee performance of any liabilities, obligations or contracts of such persons, firms, associations or corporations, and to conduct the whole or any part of any business thus acquired.

To lend its uninvested funds from time to time to such extent, to such persons, firms, associations, corporations, governments or subdivisions thereof, and on such terms and on such security, if any, as the Board of Directors of the corporation may determine.

To endorse or guarantee the payment of principal, interest or dividends upon and to guarantee the performance of sinking fund or other obligations of, any securities and to guarantee in any way permitted by law the performance of any of the contracts or other undertakings in which the

corporation may otherwise be or become interested, of any persons, firm, association, corporation, government or subdivision thereof, or of any other combination, organization or entity whatsoever.

To borrow money for any of the purposes of the corporation, from time to time, and without limit as to amount; from time to time to issue and sell its own securities in such amounts, on such terms and conditions, for such purposes and for such prices, now or hereafter permitted by the laws of the State of North Carolina and by this certificate of incorporation, as the Board of Directors of the corporation may determine; and to secure such securities by mortgage upon, or the pledge of, or the conveyance or assignment in trust of, the whole or any part of the properties, assets, business and good will of the corporation, then owned or thereafter acquired.

To purchase, hold, cancel, reissue, sell, exchange, transfer or otherwise deal in its own securities from time to time to such an extent and in such manner and upon such terms as the Board of Directors of the corporation shall determine; provided that the corporation shall not use its funds or property for the purchase of its own shares of capital stock when such use would cause any impairment of its capital, except to the extent permitted by law; and provided further that shares of its own capital stock belonging to the corporation shall not be voted upon directly or indirectly.

To organize or cause to be organized under the laws of the State of North Carolina, or of any other State of the United States of America, or of the District of Columbia, or of any territory, dependency, colony or possession of the United States of America, or of any foreign country, a corporation or corporations for the purpose of transacting, promoting or carrying on any or all of the objects or purposes for which the corporation is organized and to dissolve, wind up, liquidate, merge or consolidate any such corporation or corporations or to cause the same to be dissolved, wound up, liquidated, merged or consolidated.

To conduct its business in any and all of its branches and maintain offices both within and without the State of North Carolina, in any and all states of the United States of America, in the District of Columbia, in any or all territories, dependencies, colonies or possessions of the United States of America, and in foreign countries.

To such extent as a corporation organized under the Business Corporation Act of the State of North Carolina may now or hereafter lawfully do, to do, either as principal or agent and either alone or in connection with other corporations, firms or individuals, all and everything necessary, suitable, convenient or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interests of the corporation or to enhance the value of its properties; and in general to do any and all things and exercise any and all powers, rights and privileges which a corporation may now or hereafter be organized to do or to exercise under the Business Corporation Act of the State of North Carolina or under any act amendatory thereof, supplemental thereto or substituted therefor.

The foregoing provisions of this Article THIRD shall be construed both as purposes and powers and each as an independent purpose and power. The foregoing enumeration of specific purposes and powers shall not be held to limit or restrict in any manner the purposes and powers of the corporation, and the purposes and powers herein specified shall, except when otherwise provided in this Article THIRD, be in no wise limited or restricted by reference to, or inference from, the terms of any provision of this or any other Article of these Articles of Incorporation; provided that the corporation shall not carry on any business or exercise any power in any state, territory, or country which under the laws thereof the corporation may not lawfully carry on or exercise.

4. The aggregate number of shares which the corporation shall have the authority to issue is 100,000 shares of common capital stock, with \$1.00 par value.

5. The minimum amount of consideration for its shares to be received by the corporation for it to commence business is \$300.00 in cash or property of equivalent value.

6. To the extent permitted by the North Carolina Business Corporation Act, any present or future director or officer of the corporation and any present or future director or officer of any other corporation serving as such at the request of the corporation because of the corporation's interest in such other corporation, or the legal representative of any such director or officer, shall be indemnified by the corporation against reasonable costs, expenses (exclusive of any amount paid to the corporation in settlement) and counsel fees paid or incurred in connection with any action, suit or proceeding to which any such director or officer or his legal representative may be made a party by reason of his being or having been such director or officer; provided (1) said action, suit or proceeding shall be prosecuted against such director or officer or against his legal representative to final determination, and it shall not be finally adjudged in said action, suit or proceeding that he had been derelict in the performance of his duties as such director or officer; or (2) said action, suit or proceeding shall be settled or otherwise terminated as against such director or officer or his legal representative without a final determination on the merits, and it shall be determined by the Board of Directors or in such other manner as may be provided in the By-Laws that said director or officer had not in any substantial way been derelict in the performance of his duties as charged in such action, suit or proceeding. The privilege and power conferred by this Article shall be in addition to and not in restriction or limitation of any other privilege or power which a corporation of the State of North Carolina may have with respect to the indemnification or reimbursement of directors or officers.

7. The address of the initial registered office of the corporation is 923 Law Building, Charlotte, Mecklenburg County, North Carolina - 28202, and the name of the initial registered agent at such address is H. Morrison Johnston.

8. The number of Directors of the corporation may be fixed by the By-Laws, but shall not be less than three. The number of Directors constituting the

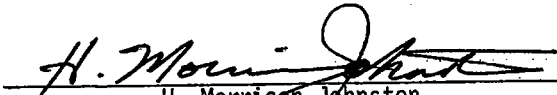
initial Board of Directors shall be three, and the names and address of the persons who are to serve as Directors until the first meeting of shareholders or until their successors are elected and qualified are:

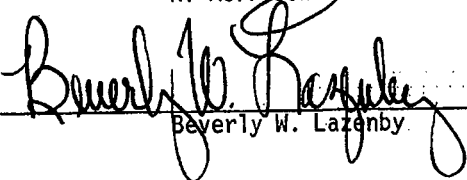
Irving Diamond	30 East 42nd Street, New York, New York
Harriet Heymann	30 East 42nd Street, New York, New York
Carl L. Ginsberg	30 East 42nd Street, New York, New York


9. The names and addresses of all the incorporators are:

H. Morrison Johnston	923 Law Building, Charlotte, North Carolina
Beverly W. Lazenby	923 Law Building, Charlotte, North Carolina
Caroline S. Bradshaw	923 Law Building, Charlotte, North Carolina

IN TESTIMONY WHEREOF, we have hereunto set our hands and affixed our seals, this the 1st day of December, 1971.

 (SEAL)
H. Morrison Johnston

 (SEAL)
Beverly W. Lazenby

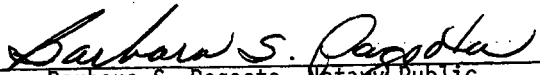
 (SEAL)
Caroline S. Bradshaw

NORTH CAROLINA

MECKLENBURG COUNTY

This is to certify that on this the 1st day of December, 1971, before me, a Notary Public, personally appeared H. MORRISON JOHNSTON, BEVERLY W. LAZENBY and CAROLINE S. BRADSHAW, who, I am satisfied, are the persons named in and who have executed the foregoing Articles of Incorporation of HARBOR KNITS, INC., and I, having first made known to them the contents thereof, they did each acknowledge that they signed, sealed and delivered the same as their voluntary act and deed, for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal, this the 1st day of December, 1971.


Barbara S. Pagoota, Notary Public

My commission expires: October 31, 1974

(NOTARIAL SEAL)